Form No. 41a

THE COMPANIES ACTS 1948 TO 1980

# Declaration of compliance with the requirements on application for registration of a company

41a

Please do not write in this binding margin

Please complete legibly, preferably in black type, or bold block lettering

*Insert full name of Company

†Please indicate whether you are a Solicitor of the Supreme Court (or in Scotland 'a Solicitor') engaged in the formation of the company, or a person named as director or secretary of the company in the statement delivered under section 21 of the Companies Act 1976

Pursuant to section 3(5) of the Companies Act 1980

For official use | Company number 1703704

Name of Company

NWT LEASING LIMITED

I, CHRISTINE JANE STORER

of 10 NEWHALL STREET BIRMINGHAM B3 3LX

do solemnly and sincerely declare that I am† a Solicitor of the Supreme Court engaged in the formation

of* NWT Leasing Limited

and that all the requirements of the Companies Acts 1948 to 1980 in respect of the registration of the said company and of matters precedent and incidental thereto have been complied with. And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835

Declared at Birmingham

the first day of February

One thousand nine hundred and eighty-three

before me L. J. Psyllides

~~A Commissioner for Oaths or Notary Public or Justice of the Peace or~~ Solicitor having the powers conferred on a Commissioner for Oaths

Signature of Declarant

C. J. Storer

Presentor's name, address and reference (if any):

Eversheds & Tomkinson
10 Newhall Street
Birmingham B3 3LX

CJS/19

For official use
New companies section

Post room

COMPANIES REGISTRATION M - 4 FEB 1983 84 OFFICE

1703704/3

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

-of-

NWT LEASING LIMITED

1. The name of the Company is NWT LEASING LIMITED.

2. The registered office of the Company will be situate in England.

3. The objects for which the Company is established are:-

3.1 (a) To finance hire purchase agreements in connection with the sale and purchase of all goods, materials and things capable of being so dealt with.

(b) To carry on in the United Kingdom and elsewhere the business of hire-purchase, hiring, letting on hire, easy payment systems, and payment by instalment finance as applied to any commodities, articles and things of any kind or description to which these businesses are capable of application, and to institute, enter into, carry on, subsidise, assist or participate in financing any classes of businesses, works, contracts, undertakings and operations of all kinds, and for the purposes aforesaid or any of them to purchase commodities, articles and things of every kind or description whatsoever.

(c) To carry on and undertake, in the United Kingdom and elsewhere, any business, transaction or operation commonly carried on or undertaken by bankers, financial agents, financiers, underwriters, concessionaires, bill brokers, discount houses, promoters of companies, capitalists or merchants and to guarantee the payment of money and the fulfilment of obligations by other companies, firms and persons, and to advance and lend money on assets of all kinds with or without security for the same, on such terms and in such manner as may be deemed expedient.

3.2 Either directly or indirectly (including, but without prejudice to the generality of the foregoing, through the medium of any one or more subsidiary or associated companies) to enter into, carry on, assist or participate in financial, commercial, mercantile, industrial and other transactions, undertakings, activities and businesses of every



COMPANIES REGISTRATION OFFICE - 4 FEB 1983

description and generally to do all such things whatsoever as, in the opinion of the Directors of the Company, may be advantageously carried on by the Company or are calculated directly or indirectly to enhance the value of, or render profitable, any of the Company's property or rights.

3.3 To purchase, take on lease or in exchange, hire or otherwise acquire and hold for any estate or interest any lands, buildings, easements, rights, privileges, concessions, patents, patent rights, licences, secret processes, machinery, plant, stock-in-trade, and any real or personal property of any kind necessary or convenient for the purposes of or in connection with the Company's business or any branch or department thereof.

3.4 To sell, improve, manage, develop, turn to account, exchange, let on rent, royalty, share of profits or otherwise, grant licences, easements and other rights in or over, and in any other manner deal with or dispose of the undertaking and all or any of the property and assets for the time being of the Company for such consideration as the Company may think fit.

3.5 To erect, construct, lay down, maintain, enlarge, alter, pull down, remove or replace all such buildings or other works or plant and machinery as may be necessary or convenient for the Company's business, and to contribute to or subsidise the doing of any such things.

3.6 To guarantee, support or secure, whether by personal covenant or by mortgaging or charging all or any part of the undertaking, property and assets (present and future) and uncalled capital of the Company, or by both such methods, the performance of the obligations of and the repayment or payment of the principal amounts of, and premiums, interest and dividends on, any securities of any person, firm or company, including (without prejudice to the generality of the foregoing) any company which is for the time being the Company's holding company (as defined by Section 154 of the Companies Act 1948) or a subsidiary (as defined by the s[illegible] Section) of the Company or another subsidiary of the Company's holding company or otherwise associated with the Company in business.

3.7 To borrow or raise or secure the payment of money for the purposes of or in connection with the Company's business.

3.8 To mortgage and charge the undertaking and all or any of the real and personal property and assets, present or future, and all or any of the uncalled capital for the time being of the Company, and to issue at par or at a premium or discount and for such consideration and subject to such rights, powers, privileges and conditions as may be thought fit, debentures or debenture stock, either permanent or redeemable or repayable, or any other securities which the Company has power to issue by way of mortgage and also by way of security for the performance of any contracts or obligations of the Company or other persons or corporations having dealings with the Company or in whose business or undertakings the Company is interested, whether directly or indirectly, and collaterally or further to secure any securities of the Company by a trust deed or other assurance.

3.9 To lend, invest and deal with the moneys of the Company upon such securities and in such manner as may from time to time be determined and to advance money or give credit to such persons and on such terms as may seem expedient.

3.10 To receive money on deposit or loan upon such terms as the Company may approve and to give whether gratuitously or otherwise guarantees or indemnities and whether in respect of its own obligations or those of some other person or company.

3.11 To grant pensions, allowances, gratuities and bonuses to officers, ex-officers, employees or ex-employees of the Company or its predecessors in business or of any company which is for the time being the Company's holding company or a subsidiary of the Company or another subsidiary of that holding company (each such expression being defined as aforesaid) or the dependants or connections of any of such persons, to establish and maintain or concur in establishing and maintaining trusts, funds or schemes (whether contributory or non-contributory) with a view to providing pensions, insurances and other benefits for any such persons as aforesaid, their dependants or connections and to support or subscribe to any charitable funds or institutions, the support of which may, in the opinion of the Directors of the Company, be calculated directly or indirectly to benefit the Company or its officers or employees or the officers or employees of any such holding company or subsidiary as aforesaid and to institute and maintain any club or other establishment or profit sharing or incentive scheme calculated to advance the interests of the Company or its officers or employees or the officers or employees of any such holding company or subsidiary as aforesaid.

3.12 To draw, make, accept, endorse, negotiate, discount and execute promissory notes, bills of exchange and other negotiable instruments.

3.13 To pay for any property or rights acquired by the Company either in cash or fully or partly paid-up shares, with or without preferred or deferred or special rights or restrictions in respect of dividend, repayment of capital, voting or otherwise, or by any securities which the Company has power to issue, or partly in one mode and partly in another, and generally on such terms as the Company may determine.

3.14 To accept payment for any property or rights sold or otherwise disposed of or dealt with by the Company either in cash, by instalments or otherwise, or in fully or partly paid-up shares or stock of any company or corporation with or without preferred or deferred or special rights or restrictions in respect of dividend, repayment of capital, voting or otherwise, or in debentures or mortgage debentures or debenture stock, mortgages or other securities of any company or corporation, or partly in one mode and partly in another, and generally on such terms as the Company may determine, and to hold, dispose of or otherwise deal with any shares, stock or securities so acquired.

3.15 To amalgamate with or enter into any partnership or arrangement for sharing profits, union of interests, reciprocal concession or co-operation with any company, firm or person carrying on or proposing to carry on any business within the objects of this Company or which is capable of being carried on so as directly or indirectly to benefit this Company, and to acquire and hold, sell, deal with or dispose of any shares, stock or securities of or other interests in such company, and to guarantee the contracts or liabilities of, subsidise or otherwise assist, any such company.

3.16 To establish or promote or concur in establishing or promoting any other company whose objects shall include the acquisition and taking over of all or any of the assets and liabilities of this Company or the promotion of which shall be in any manner calculated to advance directly or indirectly the objects or interests of this Company and to acquire and hold or dispose of shares, stock or securities of and guarantee the payment of the dividends, interest or capital of any shares, stock or securities issued by or any other obligations of any such company.

3.17 To purchase or otherwise acquire, take over and undertake all or any part of the business, property, liabilities and transactions of any person, firm or company carrying on any business which this Company is authorised to carry on, or the carrying on of which is calculated to

benefit this Company or to advance its interests, or possessed of property suitable for the purposes of this Company.

3.18 To distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, but so that no distribution amounting to a reduction of capital may be made except with the sanction (if any) for the time being required by law.

3.19 To pay all or any of the incorporation and other preliminary expenses of the Company.

3.20 To do all or any of the above things in any part of the world and either as principals, agents, trustees, nominees, contractors or otherwise, and either alone or in conjunction with others, and either by or through agents, trustees, sub-contractors or otherwise.

3.21 To do all such other things as are incidental or conducive to the above objects or any of them.

And it is hereby declared that the word "company" in this clause, except where used in reference to this Company, shall be deemed to include any partnership, Government or any statutory, municipal or public body, any body corporate, association, syndicate or other body of persons, whether incorporated or unincorporated, and whether domiciled in the United Kingdom or elsewhere, and that the objects specified in each of the paragraphs of this clause shall not, except where the context expressly so requires, be in any way limited or restricted by reference to or inference from the terms of any other paragraph or the order in which the same occur or the name of the Company, but may be carried out in as full and ample a manner and shall be construed in as wide a sense as if each of the said paragraphs defined the objects of a separate distinct and independent company.

4. The liability of the members is limited.

5. The share capital of the Company is £100 divided into 100 shares of £1 each. The Company has power to increase the share capital and to divide the shares (whether original or increased) into several classes and attach thereto any preferred, deferred or other special rights, privileges or conditions as regards dividends, repayment of capital, voting or otherwise.

WE, the several persons whose names and addresses are subscribed are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

| NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS | Number of Shares taken by each Subscriber |
|---|---|
| C. J. Storer<br>CHRISTINE JANE STORER<br>10 Newhall Street<br>Birmingham<br>B3 3LX<br>Solicitor | ONE |
| Y. C. Morton<br>YVONNE CLARE MORTON<br>10 Newhall Street<br>Birmingham<br>B3 3LX<br>Articled Clerk | ONE |

DATED the 31st day of January 1983

WITNESS to the above signatures:

P R Williams

PAUL RAYMOND WILLIAMS
10 Newhall Street
Birmingham
B3 3LX
Solicitor

The Companies Acts 1948 to 1981

1703704 | 4

COMPANY LIMITED BY SHARES

ARTICLES of ASSOCIATION

of

NWT LEASING LIMITED

## PRELIMINARY

1. The Articles hereinafter contained and, subject as hereinafter provided, the regulations contained in Part I of Table A in the First Schedule to the Companies Act 1948 (hereinafter referred to as "Table A") shall constitute the regulations of the Company. In the case of any variation or inconsistency between these Articles and the regulations in Table A, the provisions of these Articles shall prevail.

2. Regulations 24, 53, 62, 75, 77, 79, 87 to 95 inclusive, 99, 106 and 136 of Table A shall not apply to the Company.

3. In regulation 1 of Table A, the words "and in Articles of Association adopting the same" shall be inserted after the word "regulations" and the sentence "Any reference to any statutory provision shall be deemed to include a reference to all and every statutory amendment, modification, re-enactment and extension thereof for the time being in force" shall be inserted at the end of such regulation.

4. In these Articles the expression "Controlling Company" means the registered holder for the time being of more than one half in nominal value of the issued Ordinary share capital of the Company for the time being.

## SHARES

5. 5.1 No share shall be issued or transferred to or held by any person other than the Controlling Company or a director or an employee of the Controlling Company or some other person expressly nominated for the purpose by the Controlling Company in writing but subject thereto all the unissued shares for the time being in the capital of the Company shall be at the disposal of the Directors who may allot, grant options over or otherwise dispose of them to such persons, at such times and on such terms and conditions as they think proper, subject to section 14 of the Companies Act 1980, and provided that no shares shall be issued at a discount.

hereby given general authority to allot up to 98 Ordinary Shares of £1 each in the capital of the Company in accordance with Article 5.1 in addition to shares shown in the Memorandum of Association to have been taken by the subscribers thereto, such authority to expire on the last day of the period of sixty months commencing on the date of incorporation of the Company.

5.3 The provisions of subsections (1), (6) and (7) of section 17 of the Companies Act 1980 shall not apply to the Company.

## LIEN

6. In regulation 11 of Table A the words and brackets "(not being a fully paid share)" shall be omitted.

## TRANSFER AND TRANSMISSION

7. The instrument of transfer of a fully paid share need not be executed by or on behalf of the transferee, and regulation 22 of Table A shall be modified accordingly.

8. In case any member being a Director shall cease from any cause to be a Director, any shares in the Company of any class held by him at the date he ceases to be a Director shall forthwith be transferred without any payment therefor to such person who is eligible to hold the shares as the Directors request and, unless such member or his personal representatives or other person entitled to execute a transfer thereof shall transfer such shares accordingly within fourteen days after the Directors shall have posted to him or them at such member's registered address a notice requesting such transfer, the Directors may appoint some person to execute an instrument of transfer of the shares held by such member.

9. The Directors may decline to register the transfer of any share other than a transfer which complies with Article 5 hereof and shall not be required or bound to state the reason for any refusal.

## GENERAL MEETINGS

10. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. One member holding more than one half in nominal value of the issued Ordinary share capital of the Company for the time being and present in person or by representative or proxy shall constitute a quorum and shall be deemed for this purpose to constitute a valid meeting but, save as aforesaid, two members present in person or by proxy or representative shall be a quorum.

11. The words "or not carried by a particular majority" shall be inserted after the words "or lost" in regulation 58 of Table A.

## VOTES OF MEMBERS

12. Subject to any rights or restrictions for the time being attached to any class or classes of shares, on a show of hands every member entitled to vote who (being an individual) is present in person or by proxy (not being himself a

member) or (being a corporate body) is present by a representative or proxy (not being himself a member) shall have one vote and, on a poll, every member shall have one vote for each share of which he is the holder.

13. Any such resolution in writing as is referred to in regulation 73A of Table A may consist of several documents in a like form each signed by one or more of the members (or, being corporations, their duly authorised representatives) referred to in that regulation.

## DIRECTORS

14. In these Articles the expression "the Directors" means the directors for the time being of the Company or (as the context shall require) any of them acting as the Board of directors of the Company.

15. Unless and until otherwise determined by the Company in general meeting, the number of the Directors shall not be less than two. The following persons only shall be eligible for appointment and for continuance in office as directors of the Company, namely:-

15.1 any person who is a director of the Controlling Company for so long only as such person is a director of the Controlling Company; and

15.2 any other person approved by the Board of directors of the Controlling Company for so long only as such person is so approved

The certificate of the Secretary or the Assistant Secretary (if any) of the Controlling Company as to whether or not any person (other than the person giving such certificate) is approved by the Board of directors of the Controlling Company shall be conclusive for all purposes under paragraph 15.2 of this Article. The names of the first Directors shall be determined in writing in accordance with section 21 of the Companies Act 1976.

16. A Director shall not be required to hold any share qualification but shall be entitled to receive notice of, and to attend and speak at, all general meetings of the Company.

17. The Controlling Company shall have power at any time and from time to time by notice in writing to the Company to appoint any person eligible under Article 15 to be a Director and to remove any Director from office but so that such removal shall be without prejudice to any claim such Director may have for damages for breach of any contract of service between him and the Company.

18. The Directors shall have power at any time, and from time to time, to appoint any person eligible under Article 15 to be a Director, either to fill a casual vacancy or as an addition to the existing Directors.

19. In addition and without prejudice to regulation 76 of Table A, any Director who serves on any committee or who devotes special attention to the business of the Company or who otherwise performs services which in the opinion of the Directors are outside the scope of the ordinary duties of a director may be paid such extra remuneration by way of lump sum, salary, participation in profits or otherwise as the Directors may determine.

20. Any person may be appointed or elected as a Director, whatever may be his age, and no Director shall be required to vacate his office by reason of his

attaining or having attained the age of seventy years or any other age.

## BORROWING POWERS

21. The Directors may exercise all the powers of the Company to borrow money and to mortgage or charge its undertaking, property and uncalled capital or any part thereof and, subject to section 14 of the Companies Act 1980, to issue debentures, debenture stock and other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party.

## POWERS AND DUTIES OF DIRECTORS

22. A Director may vote in respect of any contract or arrangement in which he is interested or upon any matter arising out of the same and may be counted in the quorum present at any meeting at which any such contract, arrangement or matter is proposed or considered and if he shall so vote his vote shall be counted. This Article shall have effect in substitution for paragraphs (2) and (4) of regulation 84 of Table A, which paragraphs shall not apply to the Company.

23. The Directors shall not be required to sign their names in a book kept for the purpose of recording attendances at meetings and regulation 86 of Table A shall be modified accordingly.

## DISQUALIFICATION OF DIRECTORS

24. The office of a Director shall be forthwith vacated:-

24.1 If by notice in writing to the Company he resigns the office of Director, not being precluded from so doing by any agreement between him and the Company.

24.2 If he becomes bankrupt or insolvent, or enters into any arrangement with his creditors.

24.3 If he becomes of unsound mind.

24.4 If he is removed from office by a resolution duly passed under section 184 of the Act.

24.5 If he is prohibited from being a director by any order made under section 188 of the Act, section 9 of the Insolvency Act 1976 or section 28 of the Companies Act 1976.

24.6 If he is removed from office under Article 17.

24.7 If he ceases to be eligible under Article 15.

## ROTATION OF DIRECTORS

25. The Directors shall not be liable to retirement by rotation and accordingly the second sentence of regulation 97 of Table A shall not apply to the Company. Also in such regulation 97, the words "and without prejudice to the powers of the directors under regulation 95" shall be omitted.

## PROCEEDINGS OF DIRECTORS

26. The quorum necessary for the transaction of the business of the Directors shall be two of whom at least one shall be a director of the Controlling Company or his alternate.

27. A resolution in writing, signed by all the directors of the Company for the time being entitled to receive notice of a meeting of the Directors, shall be as valid and effective as if it had been passed at a meeting of the Directors duly convened and held. Any such resolution may consist of several documents in the like form, each signed by one or more of the Directors.

28. 28.1 Any Director may at any time appoint another Director or any other person approved by the Directors to be his alternate director and may at any time terminate such appointment. Any such appointment or removal shall be by written notice, letter, telegram, cablegram, telex message or other form of visible communication from the Director to the Company and shall be effective upon delivery at the registered office of the Company or at a meeting of the Directors.

28.2 Any person appointed as an alternate director shall vacate his office as such alternate director if and when the Director by whom he has been appointed vacates his office as Director and upon the happening of any event which, if he were a Director, would cause him to vacate such office.

28.3 An alternate director shall (except when absent from the United Kingdom) be entitled to receive notices of meetings of the Directors and shall be entitled to attend and vote as a Director at any such meeting at which the Director appointing him is not personally present and generally at such meeting to perform all functions of his appointor as a Director and for the purposes of the proceedings at such meeting the provisions of these Articles shall apply as if he were a Director. If he is himself a Director, he shall be entitled in such circumstances as aforesaid to exercise the vote or votes of the Director or Directors for whom he is an alternate in addition to his own vote. If his appointor is for the time being absent from the United Kingdom or temporarily unable to act through ill-heath or disability his signature to any resolution in writing of the Directors shall be as effective as the signature of his appointor. To such extent as the Directors may from time to time determine in relation to any committees of the Directors, the foregoing sentence shall also apply mutatis mutandis to any meeting of any such committee of which his appointor is a member An alternate director as such shall not (save as aforesaid) have power to act as a Director nor shall he be deemed to be a Director for the purposes of these Articles.

28.4 An alternate director shall be entitled to contract and be interested in and benefit from contracts or arrangements and to be repaid expenses and to be indemnified to the same extent mutatis mutandis as if he were a Director but he shall not be entitled to receive any remuneration from the Company in respect of his appointment as alternate director.

## NOTICES

29. In regulation 131 of Table A, the words "in the case of a notice of a meeting" and all the words after the words "the letter containing the same is posted" shall be omitted.

## WINDING UP

30. In regulation 135 of Table A, the words "with the like sanction" shall be inserted immediately before the words "determine how such division" and the word "members" shall be substituted for the word "contributories".

## INDEMNITY

31. Every Director or other officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto, including any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in connection with any application under section 448 of the Act or section 36 of the Companies Act 1980 in which relief is granted to him by the Court, and no Director or other officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Company in the execution of the duties of his office in relation thereto. But this Article shall only have effect insofar as its provisions are not avoided by section 205 of the Act.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

C. J. Storer

CHRISTINE JANE STORER
10 Newhall Street
Birmingham
B3 3LX

Solicitor

ONE

Y. C. Morton

YVONNE CLARE MORTON
10 Newhall Street
Birmingham
B3 3LX

Articled Clerk

ONE

Dated the 31st day of January 1983

WITNESS to the above signatures:

P. R. Williams

PAUL RAYMOND WILLIAMS
10 Newhall Street
Birmingham
B3 3LX

Solicitor

THE COMPANIES ACTS 1948 TO 1976

Form No. 1

# Statement of first directors and secretary and intended situation of registered office

Pursuant to sections 21 and 23(2) of the Companies Act 1976

Please do not write in this binding margin

Please complete legibly, preferably in black type, or bold block lettering

* delete if inappropriate

Company number 1703704

Name of Company

NWT LEASING Limited*

The intended situation of the registered office of the company on incorporation is as stated below

10 NEWHALL STREET BIRMINGHAM B3 3LX

If the memorandum is delivered by an agent for the subscribers of the memorandum please mark 'X' in the box opposite and insert the agent's name and address below

X

EVERSHED & TOMKINSON
10 NEWHALL STREET BIRMINGHAM B3 3LX

If the spaces provided on page 2 are insufficient and use has been made of continuation sheets (see note 1), please enter in the box opposite the number of continuation sheets which form part of this statement

Presentor's name, address and reference (if any):

Eversheds & Tomkinson
10 Newhall Street
Birmingham B3 3LX

CJS/19

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General section

Post room

COMPANIES REGISTRATION OFFICE M - 4 FEB 1983 B4

The name(s) and particulars of the person who is, or the persons who are, to be the first director or directors of the company are as follows:

Please do not write in this binding margin

**Important**
The particulars to be given are those referred to in section 21(2)(a) of the Companies Act 1976 and section 200(2) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

| | |
|---|---|
| Name (note 2) CHRISTINE JANE STORER | Business occupation SOLICITOR |
| Former name(s) (note 3) | Nationality BRITISH |
| Address (note 4) 10 NEWHALL STREET BIRMINGHAM B3 3LX | Date of birth (where applicable) (note 6) |

Particulars of other directorships (note 5)

NONE

I hereby consent to act as director of the company named on page 1

Signature J Storer Date 31.1.1983

| | |
|---|---|
| Name (note 2) YVONNE CLARE MORTON | Business occupation ARTICLED CLERK |
| Former name(s) (note 3) | Nationality BRITISH |
| Address (note 4) 10 NEWHALL STREET BIRMINGHAM B3 3LX | Date of birth (where applicable) (note 6) |

Particulars of other directorships (note 5)

I hereby consent to act as director of the company named on page 1

Signature Y C Morton Date 31.1.1983

| | |
|---|---|
| Name (note 2) | Business occupation |
| Former name(s) (note 3) | Nationality |
| Address (note 4) | Date of birth (where applicable) (note 6) |

Particulars of other directorships (note 5)

I hereby consent to act as director of the company named on page 1

Signature Date

Please do not write in this binding margin

**Important**
The particulars to be given are those referred to in section 21(2)(b) of the Companies Act 1976 and section 200(3) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

The name(s) and particulars of the person who is, or the persons who are, to be the first secretary, or joint secretaries, of the company are as follows:

| | |
|---|---|
| Name (notes 2 & 7) | CHRISTINE JANE STORER |
| Former name(s) (note 3) | |
| Address (notes 4 & 7) | 10 NEWHALL STREET<br>BIRMINGHAM B3 3LX |

I hereby consent to act as secretary of the company named on page 1

Signature [signature] Date 31.1.1983

| | |
|---|---|
| Name (notes 2 & 7) | |
| Former name(s) (note 3) | |
| Address (notes 4 & 7) | |

I hereby consent to act as secretary of the company named on page 1

Signature Date

* as required by section 21(3) of the Companies Act 1976

† delete as appropriate

Signed by or on behalf of the subscribers of the memorandum*

Signature [signature] ~~[Subscriber]~~ [Agent]† Date 31.1.1983

Signature [signature] ~~[Subscriber]~~ [Agent]† Date 31.1.1983

FILE COPY

# CERTIFICATE OF INCORPORATION

## OF A PRIVATE LIMITED COMPANY

No. 1703704

I hereby certify that

NWT LEASING LIMITED

is this day incorporated under the Companies Acts 1948 to 1981 as a private company and that the Company is limited.

Given under my hand at Cardiff the 2ND MARCH 1983

P. WALKER

Assistant Registrar of Companies

C.173